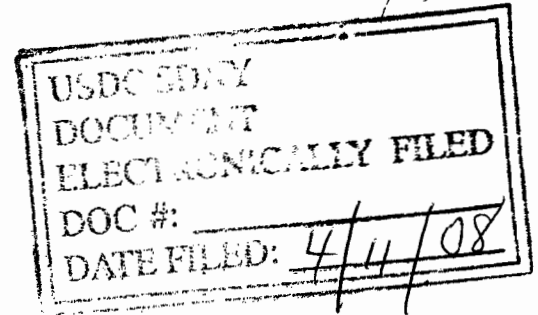


See Herndon



UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

JOSEPH FERRANTE, KATHLEEN DONNATIN, BOBBY
FAUL, ROBERT INGWER, ERIN VADALA, and AUBURN
SCALLON, individually and on behalf of themselves and all
others similarly situated,

Plaintiffs,

v.

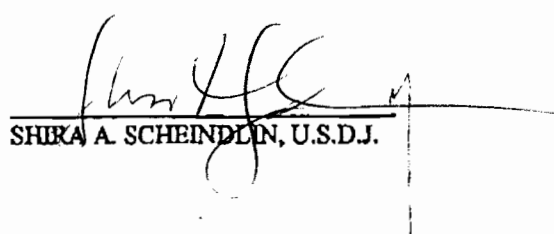
411 REST CORP., a New York Corporation, d/b/a TONIC
EAST and TONIC TIME SQUARE, and MARIO ARCARI,
PETER ARCARI, and KENNETH CAUFIELD, individually,

Defendants.

07-CV-11169 (SAS)

**ORDER GRANTING
DEFENDANTS'
REQUEST FOR
SUBSTITUTION OF
COUNSEL UNDER
LOCAL CIVIL RULE 1.4**

AND NOW, to wit, this 11 day of April 2008, it is hereby ORDERED that the request
of Defendants 411 Rest Corp., Mario Arcari, Peter Arcari, and Kenneth Caufield that the Court
substitute the law firm of Altman Schochet for Blank Rome LLP as their counsel in this civil
action pursuant to Local Civil Rule 1.4 is GRANTED.


SHIRA A. SCHEINDLIN, U.S.D.J.

CERTIFICATE OF SERVICE

I, Richard S. Meyer, Esq., one of the attorneys for Defendants, hereby certify that on April 10, 2008, the annexed DEFENDANTS' REQUEST FOR SUBSTITUTION OF COUNSEL UNDER LOCAL CIVIL RULE 1.4 was served by electronic filing with the Court upon the following Plaintiffs' counsel:

Erik H. Langeland, Esq.
500 Fifth Avenue, Suite 1610
New York, NY 10010

James B. Zouras, Esq.
Stephan Zouras LLP
205 North Michigan Avenue
Suite 2560
Chicago, IL 60601

Dated: April 10, 2008
New York, New York



Richard S. Meyer, Esq.

BLANK ROME LLP
405 Lexington Avenue
New York, New York 10174
(212) 885-5225
Attorneys for Defendants
Richard S. Meyer (RS-3960200)

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

X
JOSEPH FERRANTE, KATHLEEN DONNATTIN, BOBBY
FAUL, ROBERT INGWER, ERIN VADALA, and AUBURN
SCALLON, individually and on behalf of themselves and all
others similarly situated,

07-CV-11169 (SAS)

Plaintiffs,

v.

411 REST CORP., a New York Corporation, d/b/a TONIC
EAST and TONIC TIME SQUARE, and MARIO ARCARI,
PETER ARCARI, and KENNETH CAUFIELD, individually,

**DEFENDANTS'
REQUEST FOR
SUBSTITUTION OF
COUNSEL UNDR
LOCAL CIVIL RULE 1.4**

ECF FILED

Defendants.

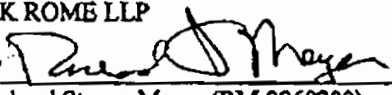
X

Pursuant to Local Civil Rule 1.4, Defendants 411 Rest Corp., Mario Arcari, Peter Arcari,
and Kenneth Caufield each request that the Court substitute Altman Schochet, LLP for Blank
Rome LLP as their respective counsel in this civil action.

The Declarations of Mario Arcari, on behalf of himself and 411 Rest Corp., Peter Arcari,
and Kenneth Caufield, supporting Defendants' request, are attached as Exhibit "A."

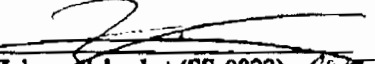
Dated: April 9, 2008

BLANK ROME LLP

By: /s/ 
Richard Steven Meyer (RM-3960200)
405 Lexington Avenue
New York, New York 10174
(212) 885-5225

Attorneys for Defendants

ALTMAN SCHOCHET, LLP

By: /s/ 
S. Zalman Schochet (SS-0822) 0752
Aaron Altman (AA-6453) 0722
225 Broadway, 39th Floor
New York, New York 10007
(212) 344-8000

Proposed Attorneys for Defendants

EXHIBIT A

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

JOSEPH FERRANTE, KATHLEEN DONNATIN, BOBBY
FAUL, ROBERT INGWER, ERIN VADALA, and AUBURN
SCALLON, individually and on behalf of themselves and all
others similarly situated,

07 Civ. 11169 (SAS)

Plaintiffs,

DECLARATION OF
MARIO ARCARI

v.

ECF FILED

411 REST CORP., a New York Corporation, d/b/a TONIC
EAST and TONIC TIME SQUARE, and MARIO ARCARI,
PETER ARCARI, and KENNETH CAUFIELD, individually,

Defendants.

MARIO ARCARI declares under penalty of perjury under the laws of the United States
as follows:

1. I am a defendant in the above-captioned civil action. I am also the Chief
Executive Officer of Co-Defendant 411 Rest Corp.
2. I am duly authorized to request that the Court substitute the law firm of Altman
Schochet, LLP for Blank Rome LLP as counsel for Defendant 411 Rest Corp.
3. I further request that the Court substitute Altman Schochet, LLP for Blank Rome
LLP as my personal counsel.
4. I declare that the foregoing is true and correct. Executed on April 4, 2008.


MARIO ARCARI

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

JOSEPH FERRANTE, KATHLEEN DONNATIN, BOBBY
PAUL, ROBERT INGWER, ERIN VADALA, and AUBURN
SCALLON, individually and on behalf of themselves and all
others similarly situated,

Plaintiffs,

v.

411 REST CORP., a New York Corporation, d/b/a TONIC
EAST and TONIC TIME SQUARE, and MARIO ARCARI,
PETER ARCARI, and KENNETH CAUFIELD, individually,

Defendants.

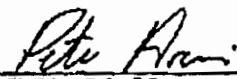
07 Civ. 11169 (SAS)

DECLARATION OF
PETER ARCARI

ECE FILED

PETER ARCARI declares under penalty of perjury under the laws of the United States
as follows:

1. I am a defendant in the above-captioned civil action.
2. I hereby request that the Court substitute the law firm of Alan S. Schonhet, LLP
for Blank Rome LLP as my counsel in this civil action.
3. I declare that the foregoing is true and correct. Executed on April 4, 2008.


PETER ARCARI

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

JOSEPH FERRANTE, KATHLEEN DONNATIN, BOBBY
FAUL, ROBERT INOWER, ERIN VADALA, and AUBURN
SCALLON, individually and on behalf of themselves and all
others similarly situated,

Plaintiffs,

v.

411 REST CORP., a New York Corporation, d/b/a TONIC
EAST and TONIC TIMES SQUARE, and MARIO ARCARI,
PETER ARCARI, and KENNETH CAUFIELD, individually,

Defendants.

07 Civ. 11169 (SAS)

**DECLARATION OF
KENNETH CAUFIELD**

ECE FILED

KENNETH CAUFIELD declares under penalty of perjury under the laws of the United
States as follows:

1. I am a defendant in the above-captioned civil action.
2. I hereby request that the Court substitute the law firm of Altman Schochet, LLP
for Blank Rome LLP as my counsel in this civil action.
3. I declare that the foregoing is true and correct. Executed on April 4, 2008.



KENNETH CAUFIELD